

**EXHIBIT 21**

From: Joan Braddi Sent: 7/7/2004 12:00 PM  
 To: [-] Shona Brown; pauljene@google.com; stacy@google.com; kirsten@google.com  
 Cc: [-] sheryl@google.com; David Fischer  
 Bcc: [-]  
 Subject: RE: Recruiting in India

Thanks all for your update.

About 7 months ago or perhaps longer we submitted a list of companies which we asked our recruiters NOT to actively recruit from. The list was our top 10-15 partners who would be very concerned if we were recruiting from within their company (some advertisers and syndication partners). The list from Syndication is:

AOL  
 EarthLink  
 AskJeeves  
 InfoSpace  
 Dealtime/Shopping.com  
 T-Online (Media side NOT ISP side)  
 Bellsouth  
 Comcast  
 Cnet

What we ask is that we do not actively recruit (either directly or indirectly) into these accounts. If a person from one of these companies seeks us out, we are fine to interview. Generally, however, before we would make an offer we would call the partner to give them a heads-up on our decision (and that the employee sought us out). We generally explain that if a person is looking to leave, we would rather get them than our competitors (Yahoo/MSN). In most cases, the partner accepts our position without harm to the relationship and they definitely appreciate us seeking their opinion (telling them) before we make the offer. If it is a senior level person in their org or would be detrimental to their business, we generally need to give them a call first before we consider making the offer. For instance, I hear that eng is looking at a sr level person at EarthLink. If so, Eric will likely get a call from their CEO if we do not do this correctly.

Does this make sense? Considering how upset we are when our partners recruit from Google (ala Amazon into our engineering org) we should be sensitive as well. This is not to say we cannot hire, but it is how we recruit and discuss with our partners if a sr level position is involved. WRT to India, AOL specifically met with us to ask that we not actively recruit. If we haven't either indirectly or directly recruited, let me know and I will explain to AOL that these people are seeking us out. If we are doing the recruiting, we should backoff for now. I understand their concern if their churn is 80% as they invest in training only to have people leave to go to GGL. If they do leave, it should be the employee seeking us in this situation.

Let me know if this will work for you all.

Thanks  
 Joan

-----Original Message-----

From: Shona Brown [mailto:shona@google.com]  
 Sent: Wednesday, July 07, 2004 7:57 AM  
 To: pauljene@google.com; stacy@google.com; kirsten@google.com  
 Cc: sheryl@google.com; David Fischer; joan@google.com; shona@google.com

Subject: Re: Recruiting in India

We agreed in emg ages ago that THERE IS NO SUCH THING AS A NO POACH LIST. Please do not try to create one. It is not feasible. A 'be sensitive' list is usable if it can practicly be created. But it will not prevent us from proactively recruiting a sensitive company, we will just be aware of the sensitivities and use caution.

-----Original Message-----

From: Paul Jene <pauljene@google.com>  
 To: 'Stacy Sullivan' <stacy@google.com>; 'Kirsten Manning' <kirsten@google.com>  
 CC: 'Sheryl Sandberg' <sheryl@google.com>; David Fischer <dfischer@smtp.corp.google.com>; 'Joan Braddi' <joan@google.com>; 'Shona L. Brown' <shona@google.com>  
 Sent: Wed Jul 07 04:05:33 2004  
 Subject: RE: Recruiting in India

Sorry to chime in so late in the conversation - vagaries of international travel. My understanding is that we are against including "do not poach" clauses in partner contracts. In fact I believe the contracts group regularly removes them if present. The wording of such clauses are often tricky when you consider different functions and geographies. For example, an agreement not to poach Company Z's sales people in US, might later be construed to mean no poaching of their engineer's or sales people in a new geography. This puts us at a competitive disadvantage. I would be curious to know how many of our partners sign the reciprocal agreement that would preclude poaching of Google employees?

My current guidance to the recruiting team has been that if an attractive candidate approaches us from any company, we will let them enter the interview process. That said, I am sensitive to our need to maintain partner relationships. If there are specific partners where poaching is likely to upset the apple cart, we should have a discussion to figure out how we should handle each case, rather than a blanket do not poach approach.

pj

-----Original Message-----

From: Stacy Sullivan [mailto:stacy@google.com]  
 Sent: Tuesday, July 06, 2004 10:57 PM  
 To: 'Kirsten Manning'; 'Paul Jene'  
 Cc: 'Sheryl Sandberg'; 'David Fischer'; 'Joan Braddi'  
 Subject: RE: Recruiting in India

Joan, who's the best person to provide the list of our top partners who we shouldn't actively recruit from?

-----Original Message-----

From: Kirsten Manning [mailto:kirsten@google.com]  
 Sent: Tuesday, July 06, 2004 2:56 PM  
 To: 'Paul Jene'  
 Cc: Stacy Sullivan; 'Sheryl Sandberg'; 'David Fischer'; Joan Braddi; 'Omid Kordestani'  
 Subject: Re: Recruiting in India

Paul,

It would be very helpful to have a current list of companies that we cannot recruit from. I am also interested to know what the current policy is if people from out of bounds companies approach Google first. Becky Lonergan, a former HR contractor, rolled out the proposal I pasted

below in July 2003. It would be helpful to have something like this again to help guide the recruiting team and hiring managers.

I look forward to getting a current list of companies from you. We want to make sure that we are approaching the appropriate candidates.

Thanks in advance for your guidance.

Kirsten

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Proposed process for recruiting, interviewing and/or hiring from Partners and Customers:

The Google staffing team engages in the direct and targeted recruiting of candidates out of companies whose employees have skillsets which are of value to us. We also engage in the screening and selection of candidates who come to us actively via a number of sources such as employee referrals and web searches of our job openings page etc. We need to address both of these recruiting avenues separately.

1) The Staffing team will obtain a master list and regular updates of the partners and customers with whom there is sensitivity around the potential of recruiting their employees. (someone from the sales organization must be designated to update this list)

This list will denote:

A. Companies which are off limits to our direct recruiting efforts and/or departments of said companies which may be off limits. This list will also include companies (i.e., BizRate) from which we will not consider any employee regardless of the level to be a viable candidate for Google.

B. Companies with which we should have a sensitivity around when their employee come to us directly as candidates for our opportunities.

2) When an employee from a company on either list comes to us directly as a candidate for a job we will:

A. Advise them that we need their assurance that they are actively engaged in a search outside of their company; not just for the "lure of Google" and that, to the extent that they are able, they have communicated this intent to their current employer. We will only move forward with our interview process if we are convinced that the employee is completely set on leaving their current company/job and is actively searching.

For senior level positions (manager and above) or for sole contacts at smaller customers we still need to escalate this information within Omid's organization for determination on whether or not interviewing the candidate is warranted based upon the current climate with a given customer.

B. If we proceed with an interview process and/or offer and it is accepted. The

candidate will be counseled by the staffing department on giving notice with their company and explaining the fact that they came to us. Immediately upon confirmation from the candidate that they've given notice the staffing team will again escalate the news within Omid's organization so that the appropriate Google account manager can follow up with the customer.

On Jul 6, 2004, at 5:07 PM, Joan Braddi wrote:

> Thanks Sheryl.  
>  
> Policy hasn't changed from what I know. No soliciting from our top  
> partners.  
>  
> Joan  
>  
> -----Original Message-----  
> From: Sheryl Sandberg [mailto:sheryl@google.com]  
> Sent: Tuesday, July 06, 2004 1:47 PM  
> To: 'Joan Braddi'  
> Cc: 'Omid Kordestani'; 'Paul Jene'; 'Kirsten Manning'; David Fischer  
> Subject: RE: Recruiting in India  
>  
> Happy to do adhere to this if this is the right thing to do. I am not  
> sure what activity they are referring to, but Fischer can find out.  
>  
> What is our overall policy on poaching from partners these days?  
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>  
> -----Original Message-----  
> From: Joan Braddi [mailto:joan@google.com]  
> Sent: Tuesday, July 06, 2004 12:08 PM  
> To: 'Sheryl Sandberg'  
> Cc: 'Omid Kordestani'; 'Paul Jene'  
> Subject: Recruiting in India  
>  
> Sheryl:  
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> AOL asked if we would NOT recruit from their employees in India.  
> Several  
> attempts have been made by Google reps and they have asked us to stop  
> the solicitation. They do have great people in India (as we work with  
> many of them for AFC) but we should not pull from their employee base.  
>  
> Thanks  
> Joan  
>  
>  
Kirsten Manning,  
Recruiter,  
Google Inc.  
212 994 4893

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